

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re:	§	Chapter 11
	§	
WBH Energy, LP,	§	Case No. 15-10003
WBH Energy Partners LLC	§	
WBH Energy GP, LLC	§	
	§	
Debtors.	§	(Jointly Administered)

CL III Funding Holding Company, LLC's Rebuttal Expert Designation
[Related Documents: CL III Objection to USED Proofs of Claim (Docket No. 621),
USED Response (Docket No. 629),
Scheduling Order (Docket No. 623) and
USED Expert Designation (Docket No. 640)]

Pursuant to the Court's *Order Consolidating Objections to Claims of USED and Scheduling Order in Consolidated Claims Objections* ("Scheduling Order"), Plaintiff CL III Funding Holding Company, LLC ("CL III") designates the following rebuttal expert who may testify at the trial of this case:

Mr. Ross Spence
Snow Spence Green LLP
2929 Allen Parkway, Suite 2800
Houston, TX 77019
713.335.4800

Mr. Spence is designated as a testifying expert witness concerning the reasonable and necessary attorneys' fees incurred by U.S. Energy Development Corporation ("USED") in this matter as they relate to USED's asserted secured claim under the JOA at the trial court level as well as all potential appeals, and is further expected to rebut any testimony offered by USED in support of its attorney's fees claim against CL III or asserted as part of USED's secured claim. Mr. Spence will further provide rebuttal testimony regarding USED's status as a "prevailing party" under the JOA for purposes of recovery of attorneys' fees and related matters pertaining to USED's asserted secured claim.

Mr. Spence testimony will be based on his experience, review of the pleadings, discovery and other non-privileged relevant information, the factors set forth in Rule 1.04 of the TEXAS DISCIPLINARY RULES OF PROFESSIONAL CONDUCT, and other applicable law.

Mr. Spence expects to review a fee summary and redacted invoices submitted to CL III by USED to support the attorney's fees claimed by USED, as well as all pleadings, discovery, and other non-privileged relevant information relating to attorneys' fees in this case.

A copy of Mr. Spence's CV is attached as **Exhibit A**.

CL III reserves the right to amend and/or supplement this designation within the time limits imposed by the Court or any alterations of same by subsequent order or agreement of the parties, or pursuant to the Bankruptcy Rules or other applicable law.

CL III reserves the right to elicit, by way of cross-examination, opinion testimony from experts designated by other parties to this lawsuit. CL III further reserves the right to possibly call witnesses associated with adverse parties and any other parties' experts. In doing so, CL III does not waive his right to challenge the qualifications of any experts designated by other parties to this lawsuit.

CL III reserves the right to call undesignated rebuttal expert witnesses whose testimony cannot reasonably be foreseen until the presentation of the evidence.

CL III reserves the right to withdraw the designation of any expert who will not be called as a witness at trial and to re-designate them as a consulting expert.

CL III reserves all rights with regard to experts, pursuant to the Bankruptcy Rules, the case law construing same, and the rulings of the Court.

Dated: March 22, 2016

RESPECTFULLY SUBMITTED,

SNOW SPENCE GREEN LLP

By: /s/ Kenneth Green
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**COUNSEL FOR SECURED CREDITOR
CL III FUNDING HOLDING COMPANY, LLC**

CERTIFICATE OF SERVICE

I certify that on the 22nd day of March 2016, a true and correct copy of the above and foregoing was served by electronic means via the Court's ECF noticing system and by direct e-mail.

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**COUNSEL FOR U.S. ENERGY
DEVELOPMENT CORPORATION**

/s/ *Kenneth Green*
Kenneth Green